

P02000053020

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000204843 4)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 205-0390

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

**BASIC AMENDMENT**

**ORION INFORMATION SERVICES HOLDING, INC.**

RECEIVED

03 JUN -2 PM 2:55

DIVISION OF CORPORATIONS

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUN -2 PM 3:00

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

Amended & Restated

T BROWN JUN - 3 2003



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

June 2, 2003

ORION INFORMATION SERVICES HOLDING, INC.  
2009 PONCE DE LEON BLVD.  
6TH FLOOR  
CORAL GABLES, FL 33135

SUBJECT: ORION INFORMATION SERVICES HOLDING, INC.  
REF: P02000053020

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please give a title for K. Sarria, the person signing the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown  
Document Specialist

FAX Aud. #: E03000204843  
Letter Number: 303A00034459

H03000204843

## AMENDED AND RESTATED ARTICLES OF INCORPORATION

FILED  
03 JUN -2 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FL

These Amended and Restated Articles of Incorporation were adopted effective May 30, 2003 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Orion Information Services Holding, Inc.

Old Name:

### Article II. Address

The mailing address of the Corporation is:

Orion Information Services Holding, Inc.

2000 Ponce de Leon Blvd.

6th floor

Coral Gables FL 33134

### Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Kristian Gjerding

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Richard J. DeWitt  
DeWitt Law Group  
2000 Ponce de Leon Blvd.  
6th floor  
Coral Gables FL 33134  
305-421-6400

H03000204843

Copyright © 1993-2003 CC

H03000204843

**Article IV. Capital Stock**

The Corporation shall have the authority to issue 1,000,000 shares of common stock, par value \$.01 per share.

**Article V. Registered Agent**

The name and address of the registered agent of the Corporation is:

Richard J. DeWitt  
2000 Ponce de Leon Blvd.  
6th floor  
Coral Gables FL 33134

**Article VI. Corporate Existence**

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Orion Information Services Holding, Inc.

By: K. Sarria ~~as attorney in fact~~  
~~as attorney-in-fact~~  
Name: Kristian Gjerding  
Title: Director  
Date: May 30, 2003

Richard J. DeWitt  
DeWitt Law Group  
2000 Ponce de Leon Blvd.  
6th floor  
Coral Gables FL 33134  
305-421-6400

H03000204843

Copyright © 1993-2003 CC

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

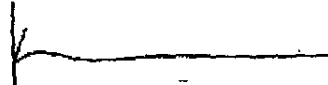
**CORPORATION:**

Orion Information Services Holding, Inc.

**REGISTERED AGENT/OFFICE:**

Richard J. DeWitt  
2000 Ponce de Leon Blvd.  
6th floor  
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
RICHARD J. DEWITT

K. Sarria as attorney-in-fact

Date: May 30, 2003

Richard J. DeWitt  
DeWitt Law Group  
2000 Ponce de Leon Blvd.  
6th floor  
Coral Gables FL 33134  
305-421-6400